

CARLISLE COMPANIES INC

Form 4

October 30, 2015

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ROBERTS DAVID A

2. Issuer Name and Ticker or Trading Symbol  
CARLISLE COMPANIES INC  
[CSL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3013 KINGS MANOR DRIVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/04/2015

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman & CEO

WEDDINGTON, NC 28104

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	03/23/2015		G	V 60,000 (1) D \$ 0	168,572	D	
Common Stock	05/04/2015		S	6,500 (2) D 97.76 (3)	116,274	I	See Footnote (4)
Common Stock	10/28/2015		S	15,048 D \$ 86.4 (5)	101,226	I	See Footnote (6)
Common Stock	10/28/2015		S	1,100 D 86.77 (7)	100,126	I	See Footnote (8)

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROBERTS DAVID A 3013 KINGS MANOR DRIVE WEDDINGTON, NC 28104	X		Chairman & CEO	

**Signatures**

/s/ David A. Roberts by Steven Ford,  
attorney-in-fact 10/30/2015

\*\*Signature of Reporting Person
Date

**Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) On March 23, 2015, Mr. Roberts gifted 60,000 shares to two separate Grantor Retained Annuity Trusts established for the benefit of Mr. Roberts' children of which Mr. Roberts is Trustee. These shares are now included in the indirect share ownership of Mr. Roberts.
  - (2) Reports the sale of 6,500 shares held in trust for the benefit of Mr. Roberts' child of which Mr. Roberts' spouse is Trustee. This transaction is being reported late due to an inadvertent administrative error.  
  
This transaction was executed in multiple trades at prices ranging from \$97.65 to \$97.95. The price reported above reflects the weighted average sales price. Mr. Roberts hereby undertakes to provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.
  - (3)
  - (4)

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Includes 105,108 shares held in Grantor Retained Annuity Trusts for the benefit of Mr. Roberts' children of which Mr. Roberts is Trustee, which also includes the 60,000 shares gifted referenced in footnote 1 above, and 11,166 shares held in trust for the benefit of Mr. Roberts' children of which Mr. Roberts' spouse is Trustee.

(5) This transaction was executed in multiple trades at prices ranging from \$85.75 to \$86.72. The price reported above reflects the weighted average sales price. Mr. Roberts hereby undertakes to provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

(6) Includes 90,060 shares held in Grantor Retained Annuity Trusts for the benefit of Mr. Roberts' children of which Mr. Roberts is Trustee and 11,166 shares held in trust for the benefit of Mr. Roberts' children of which Mr. Roberts' spouse is Trustee.

(7) This transaction was executed in multiple trades at prices ranging from \$86.75 to \$86.77. The price reported above reflects the weighted average sales price. Mr. Roberts hereby undertakes to provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

(8) Includes 88,960 shares held in Grantor Retained Annuity Trusts for the benefit of Mr. Roberts' children of which Mr. Roberts is Trustee and 11,166 shares held in trust for the benefit of Mr. Roberts' children of which Mr. Roberts' spouse is Trustee.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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